

PATENT
ATTORNEY DOCKET NO: 50013.011001

COMBINED DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled BAX-MEDIATED APOPTOSIS MODULATING REAGENTS AND METHODS, the specification of which

is attached hereto.
 was filed on October 5, 1998 as Application Serial No. 09/166028
and was amended on _____.
 was described and claimed in PCT International Application No. _____
filed on _____ and as amended under PCT Article 19 on _____.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose all information I know to be material to patentability in accordance with Title 37, Code of Federal Regulations, §1.56(a).

I hereby claim foreign priority benefits under Title 35, United States Code, §119 of any foreign application(s) for patent or inventor's certificate or of any PCT international application(s) designating at least one country other than the United States of America listed below and have also identified below any foreign application for patent or inventor's certificate or any PCT international application(s) designating at least one country other than the United States of America filed by me on the same subject matter having a filing date before that of the application(s) of which priority is claimed:

Country	Serial Number	Filing Date	Priority Claimed?
			Yes/No

I hereby claim the benefit under Title 35, United States Code, §120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, §112, I acknowledge the duty to disclose all information I know to be material to patentability as defined in Title 37, Code of Federal Regulations, §1.56(a) which became available between the filing date of the prior application and the national or PCT international filing date of this application:

Serial Number	Filing Date	Status

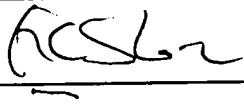
I hereby appoint the following attorneys and/or agents to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith: Paul T. Clark, Reg. No. 30,162, Karen L. Elbing, Reg. No. 35,238, Kristina Bieker-Brady, Reg. No. 39,109, Susan M. Michaud, Reg. No. 42,885.

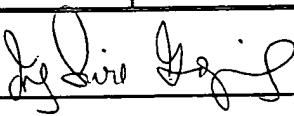
COMBINED DECLARATION AND POWER OF ATTORNEY

Address all telephone calls to: Kristina Bieker-Brady at 617/428-0200.

Address all correspondence to: Kristina Bieker-Brady at Clark & Elbing LLP, 176 Federal Street, Boston, MA 02110.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patents issued thereon.

Full Name (First, Middle, Last)	Residence Address (City, State, Country)	Post Office Address (Street, City, State, Country)	Citizenship
Gordon C. Shore	Montreal, Quebec, Canada	4375 King Edward Avenue Montreal, Quebec CANADA H4B 2H4	Canadian
Signature:			Date: 22 Dec 1998

Full Name (First, Middle, Last)	Residence Address (City, State, Country)	Post Office Address (Street, City, State, Country)	Citizenship
Ing Swie Goping	Montreal, Quebec, Canada	3633 Clark Street Montreal, Quebec CANADA H2X 2S1	Canadian
Signature:			Date: 22 Dec 1998

ASSIGNMENT

For valuable consideration, we,

Full Name of Assignor	City	State (and Country if not USA)
Gordon C. Shore	Montreal	Quebec, Canada
Ing Swie Goping	Montreal	Quebec, Canada

hereby assign to

Full Name of Assignee	State of Incorporation	Business Address
McGill University	Quebec	845 Sherbrooke Street, West Montreal, Quebec H3A 2T5 CANADA

and to its successors and assigns (collectively hereinafter called "the Assignee"), the entire right, title and interest throughout the world in the inventions and improvements which are subject of one or more applications for United States Patent signed by us, identified as:

Title of Application	Filing Date	Serial Number
BAX-MEDIATED APOPTOSIS MODULATING REAGENTS AND METHODS	October 5, 1998	09/166028

and we authorize and request the attorneys appointed in said application to hereafter complete this assignment by inserting above the filing date and serial number of said application when known; this assignment includes said application, any and all United States and foreign patents, utility models, and design registrations granted for any of said inventions or improvements, and the right to claim priority based on the filing date of said application under the International Convention for the Protection of Industrial Property, the Patent Cooperation Treaty, the European Patent Convention, and all other treaties of like purposes; and we authorize the Assignee to apply in all countries in our names or in its own name for patents, utility models, design registrations and like rights of exclusion, and for inventors' certificates for said inventions and improvements; and we agree for ourselves and our respective heirs, legal representatives and assigns, without further compensation, to perform such lawful acts and to sign such further applications, assignments, Preliminary Statements and other lawful documents as the Assignee may reasonably request to effectuate fully this assignment.

IN WITNESS WHEREOF, I hereto set my hand and seal at Montreal,
this 22nd day of December, 1998

GCSb

L.S.

Gordon C. Shore

PROVINCE OF Quebec :
:ss.

COUNTRY OF Canada :

Before me this 22nd day of Dec., 1998, personally appeared Gordon C. Shore known to me to be the person whose name is subscribed to the foregoing Assignment, and acknowledged that he/she executed the same as his/her free act and deed for the purposes therein contained.

D. Hauer
Notary Public Commissioner for Oaths
District of Montreal
My Commission Expires: May 2000

[Notary's Seal Here]

IN WITNESS WHEREOF, I hereto set my hand and seal at Montreal,
this 22nd day of December, 1998

Ing Swie Goping

L.S.

PROVINCE OF Quebec :
:ss.

COUNTRY OF Canada :

Before me this 22nd day of Dec., 1998, personally appeared ~~Philip E. Branton~~ known to me to be the person whose name is subscribed to the foregoing Assignment, and acknowledged that he/she executed the same as his/her free act and deed for the purposes therein contained.

D. Hauer
Notary Public Commissioner for Oaths
District of Montreal
My Commission Expires: May 2000

[Notary's Seal Here]